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8 **UNITED STATES DISTRICT COURT**  
9 **SOUTHERN DISTRICT OF CALIFORNIA**

10 SECURITIES AND EXCHANGE  
11 COMMISSION,

12 Plaintiff,

13 v.

14 LOUIS V. SCHOOLER and FIRST  
FINANCIAL PLANNING  
15 CORPORATION d/b/a WESTERN  
FINANCIAL PLANNING  
16 CORPORATION,

17 Defendants.  
18  
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Case No. 3:12-cv-02164-GPC-JMA

**FIFTH INTERIM APPLICATION  
FOR APPROVAL AND PAYMENT  
OF FEES AND COSTS TO  
THOMAS C. HEBRANK, AS  
RECEIVER**

Date: February 21, 2014

Time: 1:30 p.m.

Ctrm: 2D

Judge: Hon. Gonzalo P. Curiel

**[NO ORAL ARGUMENT UNLESS  
REQUESTED BY THE COURT]**

1 Thomas C. Hebrank ("Receiver"), the Court-appointed permanent receiver for  
2 First Financial Planning Corporation d/b/a Western Financial Planning Corporation  
3 ("Western"), and its subsidiaries, including the general partnerships set up by  
4 Western (collectively, "Receivership Entities"), hereby submits this fifth interim  
5 application for payment of professional fees and reimbursement of costs for the time  
6 period July 1, 2013 through September 30, 2013 ("Application Period").

7 The Receiver has incurred \$106,015.50 in fees and \$1,014.91 in costs for this  
8 Application Period, and asks the Court to approve on an interim basis and authorize  
9 the payment of 80% of the fees incurred (consistent with prior fee application awards  
10 from the Court), or \$84,812.40, and 100% of the costs incurred. Detailed  
11 descriptions of the services rendered are contained in Exhibit A attached hereto.  
12 Exhibit B is a chart reflecting the hours and fees billed to each category of services  
13 on a monthly basis during the Application Period. Exhibit C is a summary of the  
14 out-of-pocket costs. During the Application Period, the Receiver and his staff have  
15 spent 535.6 hours at an overall blended billing rate of \$197.94 per hour. The  
16 Receiver has discounted all fees by ten percent (10%) from regular hourly billing  
17 rates.

### 18 I. FEE APPLICATION

19 The Receiver's work during the Application Period falls into the following  
20 categories:

- 21 A. General Receivership
- 22 B. Asset Investigation & Recovery
- 23 C. Reporting
- 24 D. Operations & Asset Sales
- 25 E. Claims & Distributions
- 26 F. Legal Matters & Pending Litigation

1           **A. General Receivership**

2           During the Application Period, the Receiver (a) participated in meetings and  
 3 conferences with the SEC and legal counsel; (b) handled general administrative  
 4 matters, including reviewing mail, emails and other correspondence directed to the  
 5 Receivership Entities; (c) administered the bank accounts of the Receivership  
 6 Entities; and (d) maintained and updated the Receiver's website with case  
 7 information and documents. A significant portion of the general receivership  
 8 expenses relates to the office and computer system relocation that occurred during  
 9 the Application Period pursuant to the sale of the 5186 Carroll Canyon Road building  
 10 by LVS III and the Court's order authorizing the Receiver to establish a new work  
 11 space for the remaining Western employee.

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
T. Hebrank	Receiver	\$247.50	65.9	\$16,310.25
K. McClain	Associate Director	\$135.00	27.7	\$3,739.50
TOTAL			93.6	\$20,049.75
Avg. Hourly Rate		\$214.21		

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18           **B. Asset Investigation & Recovery**

19           Services in this category include time spent during the Application Period on  
 20 (a) reviewing entity financial statements and accountings; (b) analyzing assets and  
 21 liabilities, including entity receivables and payables, investments, and related party  
 22 transactions; (c) securing receivership estate assets, including recovery of the LinMar  
 23 entities' receivables and other assets; (d) finalizing a forensic accounting review to  
 24 determine the sources and uses of funds for the Receivership Entities; and (e)  
 25 performing a forensic review of Western's use of funds generated through the GPs.

26           This category also includes the analysis and preparation of exhibits for Part  
 27 Two of the Receiver's Forensic Accounting Report, which focused on providing the  
 28 Court and all interested parties with a summary of the forensic accounting relative to

1 the source and use of funds obtained by Western from January 1, 2005 through  
 2 September 16, 2012 (the date of the receivership). The report was completed and  
 3 filed on October 16, 2013. Extensive analysis went into Part Two of the Forensic  
 4 Accounting Report, including (a) reviewing approximately 10,000 deposits totaling  
 5 \$249 million; (b) reviewing almost 16,000 disbursements from 576 bank statements  
 6 totaling over \$253 million; and (c) reviewing and summarizing 300 transfers between  
 7 Western bank accounts totaling \$124 million.

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
T. Hebrank	Receiver	\$247.50	10.1	\$2,499.75
S. Hoslett	Managing Director	\$211.50	181.0	\$38,281.50
L. Ryan	Forensic Accountant	\$157.50	50.9	\$8,016.75
J. Lash	Forensic Accountant	\$157.50	28.0	\$4,410.00
TOTAL			270.0	\$53,208.00
Avg. Hourly Rate		\$197.07		

### **C. Reporting**

17 This category contains time spent by the Receiver, with the assistance of  
 18 counsel, preparing his Fifth Interim Report, which was filed on August 30, 2013, and  
 19 Forensic Accounting Report – Part Two, which was filed on October 16, 2013.

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
T. Hebrank	Receiver	\$247.50	8.4	\$2,079.00
TOTAL			8.4	\$2,079.00
Avg. Hourly Rate		\$247.50		

### **D. Operations & Asset Sales**

26 The Receiver's work in this category relates to (a) management and oversight  
 27 of the General Partnerships' operations and real estate properties; (b) management  
 28 and oversight of Western's business; (c) performing accounting functions of the

1 Receivership Entities, including paying expenses, clearing checks and ACH entries;  
 2 and (d) management and oversight of tax reporting for all of the Receivership  
 3 Entities. Numerous visits to the Western offices in Sorrento Valley were required  
 4 relating to the above activities. In addition, significant time and effort was spent by  
 5 the Receiver on relocating Western's offices and logistical issues arising from the  
 6 partnership administrators' decision to move from office space provided by Western  
 7 to separate office space provided by Louis Schooler.

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
T. Hebrank	Receiver	\$247.50	12.2	\$3,019.50
G. Rodriguez	Director	\$180.00	123.2	\$22,176.00
K. McClain	Associate Director	\$135.00	13.3	\$1,795.50
TOTAL			148.7	\$26,991.00
Avg. Hourly Rate		\$181.51		

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 14 **E. Claims & Distributions**

15 None

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 17 **F. Legal Matters & Pending Litigation**

18 Services in this category include the Receiver's work on (a) issues relating to  
 19 actions against the Receivership Entities pending at the time of the Receiver's  
 20 appointment; (b) meetings with legal counsel; and (c) oppositions and filings related  
 21 to the operation of the receivership.

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
T. Hebrank	Receiver	\$247.50	14.9	\$3,687.75
TOTAL			14.9	\$3,687.75
Avg. Hourly Rate		\$247.50		

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 26 **G. Costs**

27 The Receiver requests the Court approve \$1,014.91 in costs. A detailed listing  
 28 of each expense is summarized in Exhibit C. The Receiver charges \$.05 per page for

1 copies and all other items are billed at actual cost. Any travel reflects coach airfare  
2 and reasonable accommodations billed at cost.

3  
4 **II. THE REQUESTED FEES ARE REASONABLE**  
5 **AND SHOULD BE ALLOWED**

6 In its Order Granting in Part First Interim Fee Applications (“First Fee  
7 Application Order”), the Court analyzed the case law regarding approval of interim  
8 fee applications in regulatory receiverships and determined the following factors  
9 should be considered: (1) the complexity of the receiver's tasks; (2) the fair value of  
10 the time, labor, and skill measured by conservative business standards; (3) the quality  
11 of work performed, including the results obtained and the benefit to the receivership  
12 estate; (4) the burden the receivership estate may safely be able to bear; and (5) the  
13 Commission's opposition or acquiescence. The First Fee Application Order  
14 concluded the Receiver’s tasks in this case are significantly complex and the fees  
15 charged represented the fair value of the time, labor and skill required.

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17 **A. Efficient Staffing – Customary Rates**

18 The Receiver believes his request is fair and reasonable and the fees and costs  
19 incurred were necessary to the administration of the receivership estate. The  
20 Receiver's request for compensation is based on his customary billing rates charged  
21 in similar matters, discounted by 10 percent. The blended hourly rate for all services  
22 provided by the Receiver during the Application Period is \$197.94. The Receiver’s  
23 billing rates are comparable or less than those charged in the community on similarly  
24 complex matters.

1           **B. Costs**

2           The Receiver also requests Court approval of \$1,014.91 in costs. A summary  
3 of costs is included as Exhibit C. The Receiver charges \$.05 per page for copies and  
4 all other items are billed at actual cost.

5           **C. Receivership Estate's Ability to Bear Burden of Fees**

6           The Receiver proposes the approved fees and costs be paid from Western's  
7 assets above and beyond cash necessary to make payments on loans secured by GP  
8 properties. As the Receiver has made clear to the Court, Western has an ongoing  
9 cash shortage. As directed by the Court, the Receiver continues efforts to collect  
10 loans the GPs owe to Western through billings sent to investors. The Receiver also  
11 continues efforts to collect on the LinMar loans through the pending cases against the  
12 LinMar borrowers. Depending on the outcome of the appeals, Western's equity  
13 interests in the GPs may be liquidated. Approved fees and costs will likely have to  
14 be paid in increments over time as funds are collected. The fees and costs should  
15 nevertheless be approved.

16           First and foremost, the Receiver will ensure that mortgage payments are being  
17 timely made. The Court's recent Order granting the Receiver's ex parte application  
18 (Docket No. 524) alleviates the immediate crisis regarding mortgage payments. As a  
19 result, the Receiver does not anticipate problems timely making mortgage payments  
20 while the appeals are pending.

21           Prior to filing, the Receiver and Allen Matkins provided these fee applications  
22 to counsel for the Commission in substantially final form. Counsel for the  
23 Commission has advised that the Commission has no opposition to the fees and costs  
24 requested.

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**III. CONCLUSION**

The Receiver has worked diligently and efficiently in fulfilling his duties and has provided valuable service in that regard.

WHEREFORE, the Receiver requests an order:

1. Approving \$106,015.50 in fees and \$1,014.91 in costs incurred by the Receiver during the Application Period and authorizing payment on an interim basis of \$84,812.40 in fees and \$1,014.91 in costs from available receivership estate assets; and
2. Granting such other and further relief as is appropriate.

Dated: December 19, 2013

By:   
THOMAS C. HEBRANK,  
Permanent Receiver



**EXHIBIT INDEX**

Exhibit A	Detailed Time Descriptions	10
Exhibit B	Chart Reflecting Hours and Fees Billed to Each Category of Services	23
Exhibit C	Summary of Out-of-Pocket Costs	26

# EXHIBIT A

# EXHIBIT A

**SEC - Western Financial  
July 2013**

Date	Description of Services	Hours	Personnel	Per Hour	Total Fee	Billing Category Allocation					
						A	B	C	D	E	F
7/1/2013	Investor communications.	0.3	Hebrank, T.	\$ 247.50	\$ 74.25	0.3					
7/1/2013	Corresponded with Investor re receivership questions for investment in Comstock partners. Conferred with K. O'Brien (investor) re receivership request. (.5) Updated schedule of underlying mortgages due by the partnerships. (1.7)	2.2	Rodríguez, G.	\$ 180.00	\$ 396.00				2.2		
7/2/2013	Review Defendant opposition. T/C with SEC (.8) Site visit - Sign checks, discuss operations (1.0)	1.8	Hebrank, T.	\$ 247.50	\$ 445.50	0.8				1.0	
7/2/2013	Corresponded with B. Schuler re investor questions. Responded to same.	0.2	Rodríguez, G.	\$ 180.00	\$ 36.00					0.2	
7/3/2013	Investor related correspondence. Review N/P information.	0.6	Hebrank, T.	\$ 247.50	\$ 148.50	0.6					
7/3/2013	Conferred with B. Frioli re equipment he is using. Reviewed correspondence from B. Schuler re investor questions.	0.2	Rodríguez, G.	\$ 180.00	\$ 36.00					0.2	
7/3/2013	Begun to download the Western Financial Special Account and Money Market bank statements.	1.9	Ryan, L.	\$ 157.50	\$ 299.25		1.9				
7/5/2013	Misc investor correspondence.	0.4	Hebrank, T.	\$ 247.50	\$ 99.00	0.4					
7/5/2013	Reviewed. Correspondence from R. Schiffmacher. Reviewed appraisal for Reno Partners. (.3) Corresponded with investor re billing statements. Corresponded with investor re liquidation of assets. (.5)	0.8	Rodríguez, G.	\$ 180.00	\$ 144.00					0.8	
7/7/2013	Corresponded with investors re status of receiver collection of payments.	0.4	Rodríguez, G.	\$ 180.00	\$ 72.00					0.4	
7/8/2013	Update with Atty Fates. Discuss recent events, pending issues (.3) Authorize ACH batch (.1) Review docs and have posted to website (.4) Misc correspondence (.3) Review NV litigation correspondence (.2)	1.3	Hebrank, T.	\$ 247.50	\$ 321.75	0.8					0.5
7/9/2013	Discuss Carroll Canyon sale contract, other issues with Atty Fates (.3) Site visit - sign checks (1.0)	1.3	Hebrank, T.	\$ 247.50	\$ 321.75				1.0		0.3
7/9/2013	Continued to work on downloading bank statements and archiving.	3.1	Ryan, L.	\$ 157.50	\$ 488.25		3.1				
7/10/2013	Inquire of Carroll Canyon assets and sales options (.6). Review status of forensic (.3) Correspondence with investors (.3)	1.2	Hebrank, T.	\$ 247.50	\$ 297.00	0.3	0.9				
7/10/2013	Met with S. Hoslett and reviewed schedules. Begun to reconciled 2011 ZBA accounts.	3.4	Ryan, L.	\$ 157.50	\$ 535.50		3.4				
7/11/2013	Authorize ACH batch (.1) Discuss items with Atty Fates, including asset dispositions (.4)	0.5	Hebrank, T.	\$ 247.50	\$ 123.75	0.1					0.4
7/11/2013	Contacted Bev in order to get co-tenancy agreements for all properties and prepared the agreements we already had on the server. Uploaded Documents to website.	1.9	McClain, K.	\$ 135.00	\$ 256.50					1.9	
7/11/2013	Reviewed valuation letter prepared by B. Schuler to submit to Investor's CPA. Corresponded with same and provided revisions to same letter (.4) Revised Receiver's Valuation Report. (.5) Conferred with K. McClain re partnership agreements. (.1) Corresponded with A. Jacobson and B. Schuler re same. (.1) Corresponded with K. McClain re B. Schuler's availability. (.1)	1.2	Rodríguez, G.	\$ 180.00	\$ 216.00						1.2
7/11/2013	Conferred with S. Hoslett and J. Lash re project status and coordinated remaining schedules and reconciliations to prepare. Continued to work on preparing schedules and reconciliations for 2011.	4.1	Ryan, L.	\$ 157.50	\$ 645.75		4.1				
7/12/2013	Review and analyze Western land and GP note payments. Review June bank statements (1.1) Discuss obtaining documents needed for responses (.4) Update on forensic status (.4) Investor correspondence (.3)	2.2	Hebrank, T.	\$ 247.50	\$ 544.50	0.3	0.4			1.5	
7/12/2013	Copied documents from server and separated Co-tenancy agreements from property agreements.	1.7	McClain, K.	\$ 135.00	\$ 229.50					1.7	

7/12/2013	Met with K. McClain to collect files from Western offices. Conferred re liquidation of equipment plans. Corresponded with T. Hebrank re same. (1.3)	1.3	Rodriguez, G.	\$ 180.00	\$ 234.00				1.3	
7/15/2013	Investor calls and correspondence. Discuss with Atty Fates (1.0)	2.2	Hebrank, T.	\$ 247.50	\$ 544.50	1.8	0.4			
7/16/2013	Investor correspondence (.8) Review and execute NV litigation declaration (.2) Discuss disposition of Western assets (.4)	1.4	Hebrank, T.	\$ 247.50	\$ 346.50	1.0	0.4			
7/16/2013	Corresponded with investor re status of investment. (.2) Reviewed correspondence from Atty Fates re Linmar Tacoma. Reviewed details of Linmar Tacoma note and provided a copy to T. Hebrank. Reviewed details of Linmar Tacoma note and previously prepared amortization table. Updated same and submitted to T. Fates for POC filing. (.5)	0.7	Rodriguez, G.	\$ 180.00	\$ 126.00				0.7	
7/17/2013	Prepare response to investors, investor correspondence (1.3) Site visit - sign checks (1.0) Follow up on sale of Western assets (.6) Inquire of tax items. Execute engagement letter (.3) T/C's with Atty Fates, conf call with SEC (.8) Discuss Western go-forward operations re: property sale (.4) Website updates (.4)	4.8	Hebrank, T.	\$ 247.50	\$ 1,188.00	2.4			1.6	0.8
7/17/2013	Met with Josh McCormack from auction company to discuss selling furniture and equipment located at the property. Uploaded documents to website	2.5	McClain, K.	\$ 135.00	\$ 337.50				2.5	
7/17/2013	Met onsite with McCormack Auctions and K. McClain re office closure and sale of equipment. Discussed furniture and equipment to be included in the sale, conducted a detailed walkthrough of the property and requested an estimate for sale of equipment. (1.8) Conferred B. Schuler re general operational update (.3)	2.1	Rodriguez, G.	\$ 180.00	\$ 378.00				2.1	
7/18/2013	Respond to investor letters and correspondence. Related website update. (2.6) Review and execute LinMar Proof of Claim (.4) Make arrangements and discuss office relocation issues (.5) Review preliminary office furniture auction terms (.3) Review LinMar response (.2) Discussions with Atty Fates (.4)	4.4	Hebrank, T.	\$ 247.50	\$ 1,089.00	3.1	0.6		0.3	0.4
7/18/2013	Read and prepared response letters for investors.	5.6	McClain, K.	\$ 135.00	\$ 756.00	5.6				
7/18/2013	Conferred with T. Hebrank re operational plans for Western. (.1) Reviewed correspondence from M. Beban re appraisal invoices. Corresponded with R. Schiffmacher re same. Corresponded with A. Jacobson and B. Schuler re unpaid appraisal invoices. Corresponded with M. Beban and R. Schiffmacher re same. Reviewed correspondence from B. Schuler re appraisals. Requested same from R. Schiffmacher. Corresponded with B. Schuler and M. Beban re invoice clarification. (.6)	0.7	Rodriguez, G.	\$ 180.00	\$ 126.00				0.7	
7/19/2013	Work on asset sale, relocation of employees (.8) investor calls and correspondence (1.2) Real Asset Locator audit (.1) T/Cs with Atty Fates, other legal issues (.7)	2.8	Hebrank, T.	\$ 247.50	\$ 693.00		2.1			0.7
7/19/2013	Prepared response letters for investors.	4.2	McClain, K.	\$ 135.00	\$ 567.00		4.2			
7/19/2013	Corresponded with B. Schuler re Las Vegas appraisals. Conferred with T. Hebrank re same.	0.1	Rodriguez, G.	\$ 180.00	\$ 18.00				0.1	
7/20/2013	Review Schooler filing. T/Cs with Atty Fates and G. Rodriguez.	0.8	Hebrank, T.	\$ 247.50	\$ 198.00					0.8
7/20/2013	Conferred with T. Fates re Schooler motion, details of same and instructions to proceed. Also discussed general operational matters.	2.1	Rodriguez, G.	\$ 180.00	\$ 378.00				2.1	
7/22/2013	T/Cs and correspondence re: reply to filing. Request documents and information needed.	0.9	Hebrank, T.	\$ 247.50	\$ 222.75					0.9
7/22/2013	Review work completed to date on 2006 year with J. Lash, work on reconciliation of check registers disbursements to bank statements.	5.7	Hoslett, S.	\$ 211.50	\$ 1,205.55		5.7			
7/22/2013	Prepared response letters for investors.	6.2	McClain, K.	\$ 135.00	\$ 837.00	6.2				



7/30/2013	Updated cash activity report. (1.3) Met onsite re property inventory. Conferred with K. McClain re same. Met with S. Malley (broker for buyer of 5186 property) re purchase of furniture and fixtures. Conferred with K. Dickinson re same (buyer of 5186 property) (2.9)	4.1	Rodriguez, G.	\$ 180.00	\$ 738.00					4.1	
7/30/2013	Downloaded deposit reports by year from ACPAC and worked on same.	3.5	Ryan, L.	\$ 157.50	\$ 551.25		3.5				
7/31/2013	Authorize ACH batch (.1) Investor correspondence (.3)	0.4	Hebrank, T.	\$ 247.50	\$ 99.00	0.4					
7/31/2013	Extract the A/P posting journals for various years from AccPac.	2.3	Hoslett, S.	\$ 211.50	\$ 486.45		2.3				
7/31/2013	Pulled reports from ACPAC. Worked on disbursement reports.	4.2	Ryan, L.	\$ 157.50	\$ 661.50		4.2				
<b>SubTotal Fees</b>		<b>144.0</b>			<b>\$ 27,527.85</b>	<b>38.5</b>	<b>48.8</b>	<b>3.0</b>	<b>44.9</b>	<b>0.0</b>	<b>8.8</b>
					\$ 313.53						
					\$ -						
					\$ -						
<b>Grand Total</b>					<b>\$ 27,841.38</b>						

40.3	Hebrank, T.	\$ 247.50	\$ 9,974.25	\$ 4,974.75	\$ 742.50	\$ 742.50	\$ 1,336.50	\$ -	\$ 2,178.00
21.9	Hoslett, S.	\$ 211.50	\$ 4,631.85	\$ -	\$ 4,631.85	\$ -	\$ -	\$ -	\$ -
29.8	Rodriguez, G.	\$ 180.00	\$ 5,364.00	\$ -	\$ -	\$ -	\$ 5,364.00	\$ -	\$ -
23.9	Ryan, L.	\$ 157.50	\$ 3,764.25	\$ -	\$ 3,764.25	\$ -	\$ -	\$ -	\$ -
0.0	Lash, J.	\$ 157.50	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
28.1	McClain, K.	\$ 135.00	\$ 3,793.50	\$ 2,484.00	\$ -	\$ -	\$ 1,309.50	\$ -	\$ -
144.0		\$ 27,527.85	\$ 7,458.75	\$ 9,138.60	\$ 742.50	\$ 8,010.00	\$ -	\$ 2,178.00	

SEC - Western Financial  
August 2013

Date	Description of Services	Hours	Personnel	Per Hour	Total Fee	Billing Category Allocation					
						A	B	C	D	E	F
8/1/2013	Met with forensic team to review testwork for forensic report. Follow up on related items (2.2) Investor correspondence (4) Review information re: replies. Discuss same (.9)	3.5	Hebrank, T.	\$ 247.50	\$ 866.25	1.3	2.2				
8/1/2013	Researched ownership of property owed by Western Financial. (.3) Conferred with S. Hostlett re items at Iron Mountain and payroll reports. (.1)	0.4	Rodriguez, G.	\$ 180.00	\$ 72.00				0.4		
8/1/2013	Met with S. Hoslett and T. Hebrank re project status. Downloaded General Ledger detail reports from ACCPAC.	1.9	Ryan, L.	\$ 157.50	\$ 299.25		1.9				
8/2/2013	Follow up on furniture sales activity, relocation items (.6) Follow up on and request information re: notes receivable and payable activity and status (.8) Review Defendant opposition (.3)	1.7	Hebrank, T.	\$ 247.50	\$ 420.75	1.7					
8/2/2013	Review and extract trial balances and check registers from ACCPAC for expense testing (numerous years).	4.4	Hoslett, S.	\$ 211.50	\$ 930.60		4.4				
8/2/2013	Met onsite with potential buyer of the furniture and discussed possible sale of property.	2.1	Rodriguez, G.	\$ 180.00	\$ 378.00				2.1		
8/3/2013	Extract monthly deposits from ACCPAC for testing (numerous years).	1.3	Hoslett, S.	\$ 211.50	\$ 274.95		1.3				
8/5/2013	Authorize ACH batch (.1) Investor correspondence (.3) Notes payable discussion and analysis (.6) Request information on equipment leases (.2) Request cash balances and activity re: upcoming Receivers Report (.4) Discuss operational issues and items relating to opposition (.6) Review cash position, budget and email account issues (.8)	3.0	Hebrank, T.	\$ 247.50	\$ 742.50	1.4		0.4	1.2		
8/5/2013	Review and extract check registers and general ledgers from ACCPAC for expense testing (numerous years).	5.3	Hoslett, S.	\$ 211.50	\$ 1,120.95		5.3				
8/5/2013	Site visit re operational activities (.9) Corresponded with T. Hebrank re staff communications (.1). Conferred with K. McClain re research into same (.2). Corresponded with T. Hebrank re timing of sale of Western furniture, fixtures and equipment (.2). Reviewed correspondence from Atty Fates re same (.1). Reviewed correspondence from T. Hebrank re payment of underlying mortgages (.1).	1.6	Rodriguez, G.	\$ 180.00	\$ 288.00				1.6		
8/5/2013	Worked on 2009 disbursement detail.	3.2	Ryan, L.	\$ 157.50	\$ 504.00		3.2				
8/6/2013	Review report response information and discuss (1.0) Discuss and make plans for office move (1.2)	2.2	Hebrank, T.	\$ 247.50	\$ 544.50	1.2		1.0			
8/6/2013	Allocation and testing of check register expenses for 2011, 2010 and 2008.	8.4	Hoslett, S.	\$ 211.50	\$ 1,776.60		8.4				
8/6/2013	Check Register Testing - Fiscal year to calendar year 2012. For year 2012 - Summarized bank statements for Corporate Checking Account Deposits. Reconciled transfers to related various accounts.	8.0	Lash, J.	\$ 157.50	\$ 1,260.00		8.0				
8/6/2013	Conferred with T. Hebrank re sale of the furniture, fixtures and equipment (FF&E) at 5186 Carroll Canyon Rd( 2) Reviewed order re same. (.2) Began implementation of the same to close operations at that location (2). Corresponded with K. Dickinson re sale of FFE in potential negotiation of same FF&E (.4) Corresponded with S. Brookman re shutdown of various operational services at the site including: phone, copy repair, utilities and postage machine (.4) Conferred and corresponded(various) with A. Jacobson and B. Schuler re Iron Mountain procedures (1). Conferred with T. Hebrank re options with Iron Mountain (.2)	4.4	Rodriguez, G.	\$ 180.00	\$ 792.00				4.4		
8/6/2013	Continued to work on expense disbursement schedules.	5.2	Ryan, L.	\$ 157.50	\$ 819.00		5.2				

8/7/2013	Receive and review Court order re: furniture sale and office abandonment. Related planning (.8) Review and sign A/P checks (.4) Analyze notes receivable and payables, and associated cash budget and needs going forward (1.4) Request information from Western personnel re: storage, leases, utilities, work space planning. Discuss further. Review and discuss GP items including funding needs, property taxes, secretarial fees. Authorize and instruct on same (2.1) Request addn items for Receivers Report (.2)	4.9	Hebrank, T.	\$ 247.50	\$ 1,212.75	4.7	0.2		
8/7/2013	Work on deposit and expense exhibits for 2006, 2007, 2008 and 2012.	9.8	Hoslett, S.	\$ 211.50	\$ 2,072.70		9.8		
8/7/2013	Check Register Testing - Fiscal year to calendar year 2012. For year 2012 - Summarized bank statements for Corporate Checking Account Deposits. Reconciled transfers to related various accounts.	7.0	Lash, J.	\$ 157.50	\$ 1,102.50		7.0		
8/7/2013	Reviewed correspondence from Atty Fates re partnership bank balances and provided schedule re same (.4) Reviewed funding request from partnerships to related LLC entities. Working with B. Schuler, revised same to include appropriate amounts to transfer from GP accounts to related LLC account. (2.2) Met and conferred with A. Jacobson and B. Schuler. Re status of the planned move. Discussed at length iron mountain move, ff&e changes and changes to operations. (1.6)	4.2	Rodriguez, G.	\$ 180.00	\$ 756.00			4.2	
8/7/2013	Worked on expense detail for 2007, 2005 and 2012.	4.6	Ryan, L.	\$ 157.50	\$ 724.50		4.6		
8/8/2013	Multiple discussions with bank re: accounts and NSF items. Review reports and emails. Analyze cash flows. (1.8) Review bank statements and activity (.6) Authorize WFP/GP transfers and fundings (.3) Review response to opposition. Discuss legal issues with Atty Fates (1.0)	3.7	Hebrank, T.	\$ 247.50	\$ 915.75			2.7	1.0
8/8/2013	Check Register Testing - Fiscal year to calendar year 2004. For year 2004 - Summarized bank statements for Corporate Checking Account Deposits. Reconciled transfers to related various accounts.	6.0	Lash, J.	\$ 157.50	\$ 945.00		6.0		
8/8/2013	Corresponded with B. Schuler re approval to transfer funds into the LLCs	2.3	Rodriguez, G.	\$ 180.00	\$ 414.00			2.3	
8/8/2013	Continued to work on expense detail.	2.1	Ryan, L.	\$ 157.50	\$ 330.75		2.1		
8/9/2013	Work on auction and furniture sales items (.6) Review and discuss replies (.7)	1.3	Hebrank, T.	\$ 247.50	\$ 321.75	1.3			
8/9/2013	Check Register Testing - Fiscal year to calendar year 2004. For year 2004 - Summarized bank statements for Corporate Checking Account Deposits. Reconciled transfers to related various accounts.	2.0	Lash, J.	\$ 157.50	\$ 315.00		2.0		
8/9/2013	Conferred with various investors re case status. (1) Conferred with T. Hebrank re auction and sale of FF&E. Corresponded with K. Dickinson re same. Continued preparations for transition, including site visit and supervision of boxing various items for iron mountain storage. Conferred with B. Frioli and L. Cohen re transition. (2.6)	3.6	Rodriguez, G.	\$ 180.00	\$ 648.00			3.6	
8/9/2013	Continued to work on expense detail. Created master vendor list.	4.2	Ryan, L.	\$ 157.50	\$ 661.50		4.2		
8/11/2013	Consolidate the 2005 to 2012 expense report schedules, research open expense items.	8.9	Hoslett, S.	\$ 211.50	\$ 1,882.35		8.9		
8/12/2013	Site Mtg - Discuss office relocation, sign checks (2.0) T/Cs with Atty Fates (.3) Discuss move logistics, scanning personnel needs (1.3) Authorize ACH batch (.1) Discuss document retention policy with Atty Fates (.2)	3.9	Hebrank, T.	\$ 247.50	\$ 965.25	3.6			0.3
8/12/2013	Research various expenses such as gold purchases, cruises, donations and political contributions.	5.9	Hoslett, S.	\$ 211.50	\$ 1,247.85		5.9		
8/12/2013	Conferred with investor re status of Receivership (.3) Contacted various operational service providers regarding the termination of the contracts at the property. Conferred with Telepacific re plan changes. Researched Ringcentral options re same. Contacted Diversified Financial re changes with the photocopier. (1.1) Met and conferred with staff re transition of space after sale (.6) Met onsite and conferred with brokers/potential buyer of the property re same (1). Conferred with J. McCormack re auction (.5). Researched flexible office space. (2)	5.5	Rodriguez, G.	\$ 180.00	\$ 990.00			5.5	
8/13/2013	Review forensic report preliminary findings and schedules. Discuss with S. Hoslett (1.0) Review and discuss office relocation options, scanning, etc. (.9)	1.9	Hebrank, T.	\$ 247.50	\$ 470.25	0.9	1.0		





8/21/2013	Discuss move options with S. Brookman (.4) Discuss LinMar N/R with Atty Fates (.3) Authorize ACH batch (.1) Review Western cash status (.4) Review draft of Investor information packet (.3) Discuss move items with GP administrators, follow up on logistics (.7) Review GP cash status and payments to be made (.6)	2.6	Hebrank, T.	\$ 247.50	\$ 693.00	2.5	0.3		
8/21/2013	Formatted and uploaded documents to the website	0.8	McClain, K.	\$ 135.00	\$ 108.00	0.8			
8/21/2013	Met onsite with J. McCormack re sale of the inventory. (1.5) Conferred with A. Jacobson and E. Schuler re transition (.4). Conferred with S. Brookman re transition(.8). Conferred with T. Hebrank re status of transition (.2). Reviewed correspondence from A. Jacobson re partnership plans (.2)	3.1	Rodriguez, G.	\$ 180.00	\$ 558.00			3.1	
8/22/2013	Misc correspondence, transition issues and discussion of options.	0.8	Hebrank, T.	\$ 247.50	\$ 198.00	0.8			
8/22/2013	Conferred with T. Hebrank re plans for move of S. Brookman's office to UTC. (.2) Reviewed lease offer from Regus and corresponded with S. Brookman re same. (.2) Conferred with T. Hebrank re status update of the same(.2).	0.6	Rodriguez, G.	\$ 180.00	\$ 108.00			0.6	
8/23/2013	Review office relocation options and costs (.5)	0.5	Hebrank, T.	\$ 247.50	\$ 123.75	0.5			
8/23/2013	Met onsite at the property to deliver checks (1.3). Site visit at potential leasing space for new operations(1.2). Conferred with L. Ryan re packing up of office (.2). Corresponded with M. Beban, A. Jacobson and B. Schuler re payment of appraisals(.4).	3.1	Rodriguez, G.	\$ 180.00	\$ 558.00			3.1	
8/26/2013	Review outstanding note payments and available cash (.9) Discuss forensic accounting report status with S. Hoslett (4) Review and discuss Receivers Report #5 (1.0) Authorize ACH batch (.1) Review and discuss transition checklist (.5)	2.9	Hebrank, T.	\$ 247.50	\$ 717.75	1.5	0.4	1.0	
8/26/2013	Reviewed cash activity for May 2013. Corresponded with S. Brookman re same (1). Corresponded with A. Jacobson re billing of Las Vegas appraisals (.2) Conferred with S. Brookman re plans for office relocation (.4) Prepared memo to T. Hebrank re same (.5) Corresponded with A. Jacobson re storage of items (.2) Conferred and corresponded with T. Hebrank re office lease (reviewed same pricing terms and commented) (.6). Corresponded with S. Brookman re packing of office space(.2).	3.1	Rodriguez, G.	\$ 180.00	\$ 558.00			3.1	
8/27/2013	Conf call to plan office relocation and transition. Follow up (.8) Review Receivers Report #5, prepare associated schedules (1.4) Review response on LinMar (.4)	2.6	Hebrank, T.	\$ 247.50	\$ 643.50	0.8	0.4	1.4	
8/27/2013	Review and update the check register testing spreadsheets for 2005, 2006 and 2009.	7.5	Hoslett, S.	\$ 211.50	\$ 1,586.25		7.5		
8/27/2013	Coordinated with T. Hebrank and G. Rodriguez plans for the move and networking of the server.	1.3	McClain, K.	\$ 135.00	\$ 175.50	1.3			
8/27/2013	Traveled to post office near Western site to get mail change forms (.5). Onsite visit to meet with S. Brookman re transitional items and further planning with staff re planned sale of FF&E and transition (3.3). Conferred with Ramsey El Wardani re IT transitional matters (.8). Conferred with T. Hebrank and K. McClain re transition matters. Reviewed notes and plans for same (1.1)	5.7	Rodriguez, G.	\$ 180.00	\$ 1,026.00			5.7	
8/28/2013	Review forensic accounting report details with S. Hoslett, review reports. (1.3) Discuss LinMar litigation with Atty Fates (.2) Review Receivers Report #5, request schedules (.6) Discuss and commit to new office space (1.0) Updates on investor information packet (.4) Discuss legal issues with Atty Fates (.3)	3.8	Hebrank, T.	\$ 247.50	\$ 940.50	1.4	1.3	0.6	0.5
8/28/2013	Review and update the check register testing spreadsheets for 2007, 2008, 2010 and 2011.	7.6	Hoslett, S.	\$ 211.50	\$ 1,607.40		7.6		
8/28/2013	Spoke with Ramsey in regards to the configuration and move of servers and networking. Discussed options with T. Hebrank and G. Rodriguez.	1.7	McClain, K.	\$ 135.00	\$ 229.50	1.7			
8/28/2013	Conferred with T. Hebrank and Atty Fates re status of move and IT transition. Corresponded with K. McClain re same. (.9) Conferred with S. Brookman re new forwarding information (.2)Conferred with S. Hoslett re Western collections from the investors.(.3)	1.5	Rodriguez, G.	\$ 180.00	\$ 270.00			1.5	
8/29/2013	Reviewed report exhibits with S. Hoslett. Researched Real Asset Locators activity and reviewed reconciliation.	2.8	Ryan, L.	\$ 157.50	\$ 441.00		2.8		
8/29/2013	Review Defendant filings, discuss with Atty Fates (.6) Website updates (.7) Conf call on Defendant motions, follow up (.7) Review schedules relating to recent order, work on Receivers Report #5 exhibits (.8) Discuss GP operational status, related issues (.5)	3.3	Hebrank, T.	\$ 247.50	\$ 816.75	1.2		0.8	1.3

8/29/2013	Summarize legal fee payments. Also quantify SD Office building rent, income taxes paid and Schooler benefit payments.	5.7	Hoslett, S.	\$ 211.50	\$ 1,205.55			5.7			
8/29/2013	Reviewed schedule of amounts due by the partnerships to Western. Corresponded with T. Hebrank and Atty Fates re same. (.2) Corresponded with S. Brookman re new space. (.1) Corresponded with Atty Fates re schedule of Western equity buyout. (.2)	0.5	Rodriguez, G.	\$ 180.00	\$ 90.00					0.5	
8/30/2013	Investor correspondence (.4) Discuss items relating to relocation, servers, access, etc. (1.0)	1.4	Hebrank, T.	\$ 247.50	\$ 346.50		1.4				
8/30/2013	Reviewed correspondence from S. Malley re removal of fixtures. Corresponded with T. Hebrank, Atty Fates and J. McCormack re same. (.5) Conferred at length re IT transition with S. McClain. (.1)	1.5	Rodriguez, G.	\$ 180.00	\$ 270.00					1.5	
8/31/2013	Site visit. Sign checks.	0.9	Hebrank, T.	\$ 247.50	\$ 222.75					0.9	
<b>SubTotal Fees</b>		<b>281.5</b>			<b>\$ 56,767.50</b>	<b>44.0</b>	<b>164.5</b>	<b>5.4</b>	<b>63.5</b>	<b>0.0</b>	<b>4.1</b>
					\$ 31.65						
					\$ -						
					\$ -						
<b>Grand Total</b>					<b>\$ 56,799.15</b>						

60.5	Hebrank, T.	\$ 247.50	\$ 14,973.75	\$ 9,949.50	\$ 1,485.00	\$ 1,336.50	\$ 1,188.00	\$ -	\$ 1,014.75
106.5	Hoslett, S.	\$ 211.50	\$ 22,524.75	\$ -	\$ 22,524.75	\$ -	\$ -	\$ -	\$ -
58.7	Rodriguez, G.	\$ 180.00	\$ 10,566.00	\$ -	\$ -	\$ -	\$ 10,566.00	\$ -	\$ -
24.0	Ryan, L.	\$ 157.50	\$ 3,780.00	\$ -	\$ 3,780.00	\$ -	\$ -	\$ -	\$ -
28.0	Lash, J.	\$ 157.50	\$ 4,410.00	\$ -	\$ 4,410.00	\$ -	\$ -	\$ -	\$ -
3.8	McClain, K.	\$ 135.00	\$ 513.00	\$ 513.00	\$ -	\$ -	\$ -	\$ -	\$ -
281.5		\$ 56,767.50	\$ 10,462.50	\$ 32,199.75	\$ 1,336.50	\$ 11,754.00	\$ -	\$ 1,014.75	

SEC - Western Financial  
September 2013

Date	Description of Services	Hours	Personnel	Per Hour	Total Fee	Billing Category Allocation					
						A	B	C	D	E	F
9/2/2013	Follow up on details for upcoming office relocation.	0.4	Hebrank, T.	\$ 247.50	\$ 99.00	0.4					
9/3/2013	Updates on office relocation and related issues. Discuss and respond to Defendant interference with auction. (1.0) Update and discussion of forensic and investor information packets. Related updates with Atty Fates (.9) Transition items for absence (.7)	2.6	Hebrank, T.	\$ 247.50	\$ 643.50	1.6					1.0
9/3/2013	Research various issues related to the investor letter including Western payroll issues, RAL expenses, legal fee payments, etc.	7.1	Hoslett, S.	\$ 211.50	\$ 1,501.65		7.1				
9/3/2013	Surveyed Networking equipment at property before sell and formulated a plan for removal of HDD upon selling.	2.5	McClain, K.	\$ 135.00	\$ 337.50				2.5		
9/3/2013	Conferred with S. Brookman(various) and prepared changes for new office space(.7). Visited office space to review auction preview. (3) Conferred with staff re same changes.(.5) Conferred with T. Hebrank re same and reviewed related correspondence from T. Hebrank to Atty Fates, L. Schooler and A. Jacobson(.4).	4.6	Rodriguez, G.	\$ 180.00	\$ 828.00				4.6		
9/4/2013	Assist with move, transition issues.	0.4	Hebrank, T.	\$ 247.50	\$ 99.00	0.4					
9/4/2013	Work on investor letter sources and uses of cash.	6.0	Hoslett, S.	\$ 211.50	\$ 1,269.00		6.0				
9/4/2013	Conferred with Atty Fates re schedules for Partner Information Packets and auction procedures (.7). Reviewed status of the auction preview with site visit (1.5). Prepared schedules for inclusion in informational update to be sent to partners. Researched partner properties as needed and reviewed data for the same. Corresponded with S. Brookman re informational package and status of the auction. Conferred with S. Hoslett re data needed for informational packet (2)	4.2	Rodriguez, G.	\$ 180.00	\$ 756.00				4.2		
9/5/2013	Update sources and uses spreadsheet calculation for inclusion in the investor letter.	5.5	Hoslett, S.	\$ 211.50	\$ 1,163.25		5.5				
9/5/2013	Went to WFP office to remove HDD from desktops that were cold at auction	1.1	McClain, K.	\$ 135.00	\$ 148.50				1.1		
9/5/2013	Site visit to review auction sale of property FF&E (4.5) Assisted in the preparation of the information packets are required by the Court's Order. Conferred with Atty Fates re Exhibits A, C & D for the Partnership Information Packet.(.7) Conferred with A. Jacobson and B. Schuler re payment of appraisals. Corresponded with M. Lubawy re payment of past due amounts.(.3) Conferred with Atty Fates re contact information from A. Jacobson and B. Schuler and corresponded with same re updated contact information. (.2)	5.7	Rodriguez, G.	\$ 180.00	\$ 1,026.00				5.7		
9/5/2013	Worked on supporting schedules with S. Hoslett.	1.2	Ryan, L.	\$ 157.50	\$ 189.00		1.2				
9/6/2013	Review investor packet, correspondence.	0.6	Hebrank, T.	\$ 247.50	\$ 148.50	0.6					
9/6/2013	Corresponded with W. Summers re investor questions. (.2)										
9/6/2013	Corresponded with T. Fates re information packet (various) (.2)	0.4	Rodriguez, G.	\$ 180.00	\$ 72.00				0.4		
9/9/2013	Modified and posted Documents to Website	2.7	McClain, K.	\$ 135.00	\$ 364.50	2.7					
9/9/2013	Conferred with Atty Fates re status update of the various motions before the court and the calculation of Western's interests. (.4) Conferred with K. McClain re email outage (.3) Corresponded with S. Brookman re various open items with transition(.4). Reviewed batch transfers and authorized same of payment (.3). Reviewed status of email account access and tried to troubleshoot the same. Conferred with S. Brookman re same. Conferred with K. McClain re timing for changes (.6). Corresponded with J. McCormack re results of auction. (.1)	2.4	Rodriguez, G.	\$ 180.00	\$ 432.00				2.4		
9/10/2013	Site visit to review move out and conferred with S. Tonnmacher. (1.5) Corresponded with T. Hebrank re Network Solutions bill.(.1) Researched domain pointing and found solution for same. (.5)	2.1	Rodriguez, G.	\$ 180.00	\$ 378.00				2.1		
9/12/2013	Review tax return correspondence.	0.5	Hebrank, T.	\$ 247.50	\$ 123.75	0.5					

9/12/2013	Met with S. Tonnemacher at site to turn over keys and discuss various transition items and also met and conferred with A. Jacobson re same transition. (1) Corresponded with S. Brookman re IT transition and remote access to system and final shutdown of various property services. (1) Corresponded with S. Tonnemacher re access for Shannon Brookman and corresponded with K. McClain re same. (2)	1.3	Rodriguez, G.	\$ 180.00	\$ 234.00				1.3
9/16/2013	Reviewed correspondence from L. Benjamin re effle of taxes due. Conferred with K. McClain re same and changes needed. (3)	0.3	Rodriguez, G.	\$ 180.00	\$ 54.00				0.3
9/17/2013	Follow up on forensic report.	0.4	Hebrank, T.	\$ 247.50	\$ 99.00		0.4		
9/17/2013	Conferred with S. Tonnemacher re checks and equipment. (1) Corresponded with A. Jacobson re checks (various).(1) Corresponded with S. Brookman re status of the transition.(2)	0.4	Rodriguez, G.	\$ 180.00	\$ 72.00				0.4
9/17/2013	Reconciled 2009 deposits and expenses. Conferred with S. Hoslett multiple times re reconciliations. Researched line of credit and loan activity.	1.8	Ryan, L.	\$ 157.50	\$ 283.50			1.8	
9/18/2013	Continued work on uses of cash analysis number and discussions with Counsel.	6.8	Hoslett, S.	\$ 211.50	\$ 1,395.90			6.8	
9/18/2013	Modified Website and Posted Documents	2.8	McClain, K.	\$ 135.00	\$ 378.00		2.8		
9/18/2013	Corresponded with investor re liquidation of the investment. (1)	0.1	Rodriguez, G.	\$ 180.00	\$ 18.00				0.1
9/18/2013	Corresponded with S. Brookman re office change (2). Met with same and coordinated final tech setup of new office space, ensuring that work could continue in a remote office setup. (2.8)	3.0	Rodriguez, G.	\$ 180.00	\$ 540.00				3.0
9/19/2013	Update with Attny Fates. Misc correspondence.	0.8	Hebrank, T.	\$ 247.50	\$ 148.50				0.8
9/19/2013	Work on/research unusual transaction exhibits including travel expenses, Lexus purchase, private plane charters, etc.	7.5	Hoslett, S.	\$ 211.50	\$ 1,586.25			7.5	
9/19/2013	Updated WFPC Cash Activity Schedule for inclusion in Receiver's Report. (1.1)	1.1	Rodriguez, G.	\$ 180.00	\$ 198.00				1.1
9/20/2013	Review correspondence re: forensic report. Follow up.	0.7	Hebrank, T.	\$ 247.50	\$ 173.25		0.7		
9/20/2013	Work on various elements of forensic report number 2.	7.3	Hoslett, S.	\$ 211.50	\$ 1,543.95			7.3	
9/23/2013	Update with Atty Fates. review and discuss outstanding issues. (4) Review GP status items. Misc correspondence. Sign checks. (1.2)	1.6	Hebrank, T.	\$ 247.50	\$ 396.00		1.2		0.4
9/23/2013	Finalize "draft" report and exhibits for counsel and T. Hebrank.	8.4	Hoslett, S.	\$ 211.50	\$ 1,776.60			8.4	
9/23/2013	Reviewed invoice for monthly office expenses.(2) Reviewed correspondence from S. Brookman re open office matters. (1) Reviewed checks signed by T. Hebrank re partnership property taxes.(2) Updated WFPC Cash Activity Schedule for inclusion in Receiver's Report. (2.5) Corresponded with S. Brookman re office invoice and forwarded invoice for payment (2) Corresponded with A. Jacobson re checks to pick up (1).	3.1	Rodriguez, G.	\$ 180.00	\$ 558.00				3.1
9/24/2013	Review issues with Atty Fates and G. Rodriguez.	1.0	Hebrank, T.	\$ 247.50	\$ 247.50				1.0
9/24/2013	Review report comments from Counsel, research various issues raised.	3.4	Hoslett, S.	\$ 211.50	\$ 719.10			3.4	
9/24/2013	Met with A. Jacobson re signed checks. Conferred with same re billing partners for outstanding amounts due (2). Updated Western Cash Activity report for inclusion in future Receiver's reports and later liquidation of Western's interests(1) Corresponded with S. Brookman re updates on various open items (2). Corresponded with J. Sharp re McCormack Auctions re receipt of funds due (2)	3.4	Rodriguez, G.	\$ 180.00	\$ 612.00				3.4
9/26/2013	Review legal filings. Have posted to website. (4) Conf call with Atty Fates and G. Rodriguez. Follow up. (1.0) Open bank account. Sign checks. (5)	1.9	Hebrank, T.	\$ 247.50	\$ 470.25		0.9		1.0
9/26/2013	Conferred with T. Hebrank and Atty Fates re operational update and mailing of invoices to partners per Order. (3) Met with J. Stancil and J. Sharp re proceeds of FF&E auction.(3)	0.6	Rodriguez, G.	\$ 180.00	\$ 108.00				0.6
9/27/2013	Met and conferred with S. Brookman re operational checks and mortgages at La Jolla (Regus) office. (1.3)	1.3	Rodriguez, G.	\$ 180.00	\$ 234.00				1.3
9/30/2013	Discussion re: revised report open issues.	0.8	Hoslett, S.	\$ 211.50	\$ 169.20			0.8	
9/30/2013	Reviewed batch authorizations for payments made to Western by the partners.(3) Conferred with Regus re billing statement for monthly rent.(2) Conferred with T. Hebrank re invoices and billing statements. (2)	0.7	Rodriguez, G.	\$ 180.00	\$ 126.00				0.7
<b>SubTotal Fees</b>		<b>110.1</b>			<b>\$ 21,720.15</b>				

					\$ 669.73						
					\$ -						
					\$ -						
<b>Grand Total</b>					<b>\$ 22,389.88</b>	<b>11.1</b>	<b>56.7</b>	<b>0.0</b>	<b>40.3</b>	<b>0.0</b>	<b>2.0</b>

10.7	Hebrank, T.	\$ 247.50	\$ 2,648.25	\$ 1,386.00	\$ 272.25	\$ -	\$ 495.00	\$ -	\$ 495.00
52.6	Hoslett, S.	\$ 211.50	\$ 11,124.90	\$ -	\$ 11,124.90	\$ -	\$ -	\$ -	\$ -
34.7	Rodriguez, G.	\$ 180.00	\$ 6,246.00	\$ -	\$ -	\$ -	\$ 6,246.00	\$ -	\$ -
3.0	Ryan, L.	\$ 157.50	\$ 472.50	\$ -	\$ 472.50	\$ -	\$ -	\$ -	\$ -
0.0	Lash, J.	\$ 157.50	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
9.1	McClain, K.	\$ 135.00	\$ 1,228.50	\$ 742.50	\$ -	\$ -	\$ 486.00	\$ -	\$ -
110.1			\$ 21,720.15	\$ 2,128.50	\$ 11,869.65	\$ -	\$ 7,227.00	\$ -	\$ 495.00

# EXHIBIT B

# EXHIBIT B

**SEC - Western Financial  
Fee Application #5 Summary - Fees**

Date	Hours	Personnel	Per Hour	Total Fee	Billing Category Allocation					
					A	B	C	D	E	F
Jul 13 Fees	40.3	Hebrank, T.	\$ 247.50	\$ 9,974.25	\$ 4,974.75	\$ 742.50	\$ 742.50	\$ 1,336.50	\$ -	\$ 2,178.00
	21.9	Hoslett, S.	\$ 211.50	\$ 4,631.85	\$ -	\$ 4,631.85	\$ -	\$ -	\$ -	\$ -
	29.8	Rodriguez, G.	\$ 180.00	\$ 5,364.00	\$ -	\$ -	\$ -	\$ 5,364.00	\$ -	\$ -
	23.9	Ryan, L.	\$ 157.50	\$ 3,764.25	\$ -	\$ 3,764.25	\$ -	\$ -	\$ -	\$ -
	0.0	Lash, J.	\$ 157.50	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	28.1	McClain, K.	\$ 135.00	\$ 3,793.50	\$ 2,484.00	\$ -	\$ -	\$ 1,309.50	\$ -	\$ -
	144.0			\$ 27,527.85	\$ 7,458.75	\$ 9,138.60	\$ 742.50	\$ 8,010.00	\$ -	\$ 2,178.00
Aug 13 Fees	60.5	Hebrank, T.	\$ 247.50	\$ 14,973.75	\$ 9,949.50	\$ 1,485.00	\$ 1,336.50	\$ 1,188.00	\$ -	\$ 1,014.75
	106.5	Hoslett, S.	\$ 211.50	\$ 22,524.75	\$ -	\$ 22,524.75	\$ -	\$ -	\$ -	\$ -
	58.7	Rodriguez, G.	\$ 180.00	\$ 10,566.00	\$ -	\$ -	\$ -	\$ 10,566.00	\$ -	\$ -
	24.0	Ryan, L.	\$ 157.50	\$ 3,780.00	\$ -	\$ 3,780.00	\$ -	\$ -	\$ -	\$ -
	28.0	Lash, J.	\$ 157.50	\$ 4,410.00	\$ -	\$ 4,410.00	\$ -	\$ -	\$ -	\$ -
	3.8	McClain, K.	\$ 135.00	\$ 513.00	\$ 513.00	\$ -	\$ -	\$ -	\$ -	\$ -
	281.5			\$ 56,767.50	\$ 10,462.50	\$ 32,199.75	\$ 1,336.50	\$ 11,754.00	\$ -	\$ 1,014.75
Sep 13 Fees	10.7	Hebrank, T.	\$ 247.50	\$ 2,648.25	\$ 1,386.00	\$ 272.25	\$ -	\$ 495.00	\$ -	\$ 495.00
	52.6	Hoslett, S.	\$ 211.50	\$ 11,124.90	\$ -	\$ 11,124.90	\$ -	\$ -	\$ -	\$ -
	34.7	Rodriguez, G.	\$ 180.00	\$ 6,246.00	\$ -	\$ -	\$ -	\$ 6,246.00	\$ -	\$ -
	3.0	Ryan, L.	\$ 157.50	\$ 472.50	\$ -	\$ 472.50	\$ -	\$ -	\$ -	\$ -
	0.0	Lash, J.	\$ 157.50	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	9.1	McClain, K.	\$ 135.00	\$ 1,228.50	\$ 742.50	\$ -	\$ -	\$ 486.00	\$ -	\$ -
	110.1			\$ 21,720.15	\$ 2,128.50	\$ 11,869.65	\$ -	\$ 7,227.00	\$ -	\$ 495.00
Grand Total	111.5	Hebrank, T.	\$ 247.50	\$ 27,596.25	\$ 16,310.25	\$ 2,499.75	\$ 2,079.00	\$ 3,019.50	\$ -	\$ 3,687.75
	181.0	Hoslett, S.	\$ 211.50	\$ 38,281.50	\$ -	\$ 38,281.50	\$ -	\$ -	\$ -	\$ -
	123.2	Rodriguez, G.	\$ 180.00	\$ 22,176.00	\$ -	\$ -	\$ -	\$ 22,176.00	\$ -	\$ -
	50.9	Ryan, L.	\$ 157.50	\$ 8,016.75	\$ -	\$ 8,016.75	\$ -	\$ -	\$ -	\$ -
	28.0	Lash, J.	\$ 157.50	\$ 4,410.00	\$ -	\$ 4,410.00	\$ -	\$ -	\$ -	\$ -
	41.0	McClain, K.	\$ 135.00	\$ 5,535.00	\$ 3,739.50	\$ -	\$ -	\$ 1,795.50	\$ -	\$ -
	535.6	Total		\$ 106,015.50	\$ 20,049.75	\$ 53,208.00	\$ 2,079.00	\$ 26,991.00	\$ -	\$ 3,687.75



**SEC - Western Financial  
Fee Application #5 Summary - Fees**

Date	Description of Services	Hours	Personnel	Per Hour	Total Fee	Billing Category Allocation					
						A	B	C	D	E	F
Jul 13 Hours		40.3	Hebrank, T.			20.1	3.0	3.0	5.4	0.0	8.8
		21.9	Hoslett, S.			0.0	21.9	0.0	0.0	0.0	0.0
		29.8	Rodriguez, G.			0.0	0.0	0.0	29.8	0.0	0.0
		23.9	Ryan, L.			0.0	23.9	0.0	0.0	0.0	0.0
		0.0	Lash, J.			0.0	0.0	0.0	0.0	0.0	0.0
		28.1	McClain, K.			18.4	0.0	0.0	9.7	0.0	0.0
		144.0				38.5	48.8	3.0	44.9	0.0	8.8
Aug 13 Hours		60.5	Hebrank, T.			40.2	6.0	5.4	4.8	0.0	4.1
		106.5	Hoslett, S.			0.0	106.5	0.0	0.0	0.0	0.0
		58.7	Rodriguez, G.			0.0	0.0	0.0	58.7	0.0	0.0
		24.0	Ryan, L.			0.0	24.0	0.0	0.0	0.0	0.0
		28.0	Lash, J.			0.0	28.0	0.0	0.0	0.0	0.0
		3.8	McClain, K.			3.8	0.0	0.0	0.0	0.0	0.0
		281.5				44.0	164.5	5.4	63.5	0.0	4.1
Sep 13 Hours		10.7	Hebrank, T.			5.6	1.1	0.0	2.0	0.0	2.0
		52.6	Hoslett, S.			0.0	52.6	0.0	0.0	0.0	0.0
		34.7	Rodriguez, G.			0.0	0.0	0.0	34.7	0.0	0.0
		3.0	Ryan, L.			0.0	3.0	0.0	0.0	0.0	0.0
		0.0	Lash, J.			0.0	0.0	0.0	0.0	0.0	0.0
		9.1	McClain, K.			5.5	0.0	0.0	3.6	0.0	0.0
		110.1				11.1	56.7	0.0	40.3	0.0	2.0
Grand Total		111.5	Hebrank, T.			65.9	10.1	8.4	12.2	0.0	14.9
		181.0	Hoslett, S.			0.0	181.0	0.0	0.0	0.0	0.0
		123.2	Rodriguez, G.			0.0	0.0	0.0	123.2	0.0	0.0
		50.9	Ryan, L.			0.0	50.9	0.0	0.0	0.0	0.0
		28.0	Lash, J.			0.0	28.0	0.0	0.0	0.0	0.0
		41.0	McClain, K.			27.7	0.0	0.0	13.3	0.0	0.0
		535.6				93.6	270.0	8.4	148.7	0.0	14.9

# EXHIBIT C

# EXHIBIT C

**SEC - Western Financial  
Fee Application #5 - Costs**

<b>Date</b>	<b>Description</b>	<b>Expense</b>	<b>Personnel</b>
7/19/2013	Envelopes for investor mailings	\$ 90.68	Hebrank
7/19/2013	Mailing labels for investor letters	\$ 39.95	Hebrank
7/5/2013	Website Additions	\$ 160.00	E3
7/31/2013	Copies 458 @ .05	\$ 22.90	Hebrank
	<b>Total</b>	<b>\$ 313.53</b>	
8/31/2013	Copies 633 @ .05	\$ 31.65	Hebrank
	<b>Total</b>	<b>\$ 31.65</b>	
9/3/2013	Regus - Investor Mailing - Postage	\$ 590.65	E3
9/3/2013	Regus Administrative	\$ 52.00	E3
9/30/2013	Copies 468 @ .05	\$ 23.40	Hebrank
9/30/2013	Postage	\$ 3.68	Hebrank
	<b>Total</b>	<b>\$ 669.73</b>	
	<b>Grand Total</b>	<b>\$ 1,014.91</b>	